

REGISTRATION NO. 11914-B Filed 1425

JUN 24 1986 12 15 PM

Rec. No 11914-B

INTERSTATE COMMERCE COMMISSION

6-175A012

AGRI FINANCIAL SERVICES, INC.

May 19, 1986

JUN 24 1986

10.00

Interstate Commerce Commission
Twelfth Street and Constitution Avenue, N.W.
Washington, D.C. 20423

Washington, D. C.

Attention: Secretary

Dear Secretary:

Enclosed herewith are one (1) original and three (3) counterparts of the document described below, to be filed and recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is an assignment agreement, a secondary document, dated as of May 19, 1986.

The primary document to which the enclosed document is connected was recorded with the Interstate Commerce Commission on June 17, 1980 under Recordation No. 11914.

We request that this assignment be cross-indexed under the following names: American Grain and Related Industries (a Farmer-owned Cooperative), Agri-Leasit Company and AGRI Financial Services, Inc.

The names and addresses of the parties to the enclosed document are as follows:

Assignor: American Grain and Related Industries
(a Farmer-owned Cooperative)
2829 Westown Parkway
Box 4887
West Des Moines, Iowa 50265

Assignee: AGRI Financial Services, Inc.
2829 Westown Parkway
Box 4887
West Des Moines, Iowa 50265

ICC OFFICE OF
THE SECRETARY
JUN 24 12 06 PM '86
MOTOR OPERATING UNIT

C. D. [Signature]

May 19, 1986
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A description of the equipment covered by the enclosed document is as follows:

150 4750-cubic foot, 100-ton covered hopper railcars manufactured by Trinity Industries, Dallas, Texas, which are identified by American Grain and Related Industries' identification numbers ALEX 1300 through ALEX 1449, inclusive.

100 4750-cubic foot, 100-ton covered hopper railcars manufactured by Pullman Industries, Chicago, Illinois, which are identified by American Grain and Related Industries' identification numbers ALEX 1200 through ALEX 1299, inclusive.

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to Mr. Jeffery S. Kuperstock, Hebb & Gitlin, One State Street, Hartford, CT 06103.

A short summary of the enclosed document to appear in the index follows:

Confirmation and Assignment of Lease between American Grain and Related Industries (a Farmer-owned Cooperative), 2829 Westown Parkway, Box 4887, West Des Moines, Iowa 50265, Assignor, and AGRI Financial Services, Inc., an Iowa corporation, (formerly known as Agri-Leasit Company), 2829 Westown Parkway, Box 4887, West Des Moines, Iowa 50265, Assignee, and covering 150 4750-cubic foot 100-ton covered hopper railcars identified by Assignor's numbers ALEX 1300 through ALEX 1449, inclusive, and 100 4750-cubic foot 100-ton covered hopper railcars identified by Assignor's numbers ALEX 1200 through ALEX 1299, inclusive, and connected to that certain Equipment Lease, dated as of June 10, 1980, between Assignor as lessee, and United States Trust Company of New York, not in its individual capacity but solely as trustee, as lessor.

Very truly yours,


Vice President

Interstate Commerce Commission
Washington, D.C. 20423

6/24/86

OFFICE OF THE SECRETARY

Jeffery S. Kuperstock
Hebb & Gitlin
One State Street
Hartford, CT. 06103

Dear Sir:

The enclosed documents(s) was recorded pursuant to the provision of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/24/86 at 12:15pm, and assigned recordation number(s). 11 914-B

Sincerely yours,

Noreta R. McGee
Secretary

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Dear

The enclosed documents(s) was recorded pursuant to the provision of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on at , and assigned recordation number(s).

Sincerely yours,

Noreta R. McGee
Secretary

11914B
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**CONFIRMATION AND ASSIGNMENT
OF LEASE**

INTERSTATE COMMERCE COMMISSION

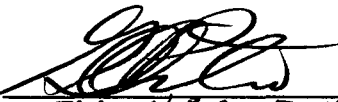
The undersigned do hereby acknowledge and confirm that (1) **AMERICAN GRAIN AND RELATED INDUSTRIES** (a Farmer-owned Cooperative) ("AGRI") did, pursuant to an Assignment of Lease dated August 29, 1980 (a copy of which is attached hereto as Exhibit A and is hereby made a part hereof), set over, transfer and assign to **AGRI-FINANCIAL SERVICES, INC.** ("Services"), an Iowa corporation, (formerly known as Agri-Leasit Company) all of its right, title and interest in and to that certain Equipment Lease (the "Lease"), dated as of June 10, 1980, by and between AGRI, as Lessee, and the United States Trust Company of New York {not in its individual capacity but solely as Trustee under a certain Trust Agreement, dated as of June 10, 1980, between it and General Electric Credit Corporation}, as Lessor and (2) Services did accept such assignment and transfer.

In reconfirmation of the aforesaid Assignment of Lease and in order to satisfy the requirements of 49 U.S.C. § 11303 {and the regulations promulgated thereunder}, AGRI hereby sets over, transfers and assigns to Services all of its right, title and interest in and to the Lease. Such assignment and transfer shall be deemed effective from and after June 18, 1980. Services' execution of this document evidences its acceptance of this assignment and transfer. Services agrees, and further reconfirms its agreement in the aforesaid Assignment of Lease, to perform all of the terms, covenants conditions and provisions of the Lease therein provided to be observed and performed by the lessee thereunder.


Services hereby acknowledges and confirms that it has changed its corporate name from **AGRI-LEASIT COMPANY** to **AGRI FINANCIAL SERVICES, INC.**, an Iowa corporation.

Dated as of the 19th day of May, 1986.

**AMERICAN GRAIN AND RELATED
INDUSTRIES** (a Farmer-owned
Cooperative)

By 
Title: *V.I. Contreras*
[SEAL] *NO SEAL*

AGRI FINANCIAL SERVICES, INC.,
formerly known as
AGRI-LEASIT CORPORATION

By 
Title: *PRESIDENT*
[SEAL] *no seal*

STATE OF IOWA)
) ss:
COUNTY OF POLK)

M. D. Peters On this 19th day of May, 1986 before me personally appeared M. D. Peters, to me personally known, who being by me duly sworn, says that he is the President of AGRI Financial Services, Inc., formerly known as Agri-Leasit Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Beverly A. Bishop

Notary Public
My Commission expires 8-24-86

[Seal]

STATE OF IOWA)
) ss:
COUNTY OF POLK)

M. D. Peters On this 19th day of May, 1986 before me personally appeared M. D. Peters, to me personally known, who being by me duly sworn, says that he is the V.P. - Controller of American Grain and Related Industries {a Farmer-owned Cooperative}, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Beverly A. Bishop

Notary Public
My Commission expires 8-24-86

[Seal]

Exhibit A

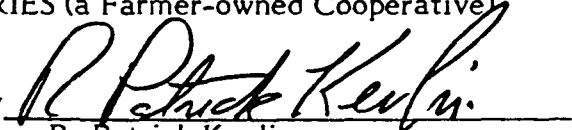
ASSIGNMENT OF LEASE

FOR VALUE RECEIVED, the undersigned does hereby set over, transfer, and assign to Agri-Leasit Company, an Iowa corporation, all of its right, title, and interest in and to that certain Equipment Lease dated as of June 10, 1980, by and between the United States Trust Company of New York, not in its individual capacity, but solely as Trustee under Trust Agreement dated as of June 10, 1980, between it and General Electric Credit, as Lessor, and assigned by Lessor to First Security Bank of Utah, N.A., not in its individual capacity, but solely as Trustee under a Trust Indenture dated as of June 10, 1980, between it and the United States Trust Company of New York and American Grain and Related Industries (a Farmer-owned Cooperative), as Lessee. This assignment shall be effective from and after JUNE 18, 1980, and the assignee, by the acceptance of this assignment, assumes and agrees to perform all of the terms, covenants, conditions, and provisions of said Lease therein provided to be observed and performed by the Lessee.

Dated this 29th day of August, A. D., 1980.

AMERICAN GRAIN AND RELATED INDUSTRIES (a Farmer-owned Cooperative)

By



R. Patrick Kevlin
Assistant Vice President

ACCEPTANCE OF ASSIGNMENT OF LEASE

The undersigned hereby accepts the above and foregoing Assignment of Lease and assumes and agrees to perform all of the terms, covenants, conditions, and provisions of said Lease therein provided to be observed and performed by the Lessee thereunder from and after the 18TH day of JUNE, A. D., 1980.

The address below shall be assignee's address for purposes of the notice provisions of said Lease.

Dated this 29th day of August, A. D., 1980.

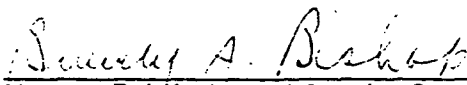
AGRI-LEASIT COMPANY

By 
Robert Miller, Vice President

P. O. Box 1338
1605 19th Southwest
Mason City, Iowa 50401

STATE OF IOWA)
) ss:
COUNTY OF POLK)

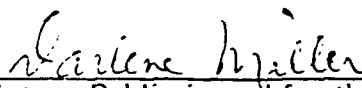
On the 29th day of August, A. D., 1980, before me personally appeared R. Patrick Kevlin, who being by me duly sworn, did say that he is Assistant Vice President of American Grain and Related Industries (a Farmer-owned Cooperative), that said cooperative association has no seal, and the foregoing instrument was signed on behalf of said cooperative association by authority of its Bylaws and by resolution of its Board of Directors, and he acknowledged to me that the execution of the foregoing instrument was the free act and deed of said cooperative association.


Notary Public in and for the State of Iowa

My Commission Expires 9-30-83.

STATE OF IOWA)
) ss:
COUNTY OF Cerro)
 Wade

On the 29th day of August, A. D., 1980, before me personally appeared Robert Miller, who being by me duly sworn, did say that he is Vice President of Agri-Leasit Company, an Iowa corporation, that said corporation has no seal, and that the foregoing instrument was signed on behalf of said corporation by authority of its Bylaws and by resolution of its Board of Directors, and he acknowledged to me that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public in and for the State of Iowa

My Commission Expires 7-30-82.

